



# ECE INDUSTRIES LTD.

REGD. OFFICE : ECE HOUSE

28-A, KASTURBA GANDHI MARG, NEW DELHI-110001

PHONE : 2331 4237, 2331 4238, 2331 4239 FAX : 91-11-2331 0410

E-MAIL : ecehodelhi@gmail.com; Website : www.eceindustriesltd.com

CIN : L31500DL1945PLC008279

Date: 26.11.2016

**National Stock Exchange of India Limited**  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex,  
Bandra (E), Mumbai-400051

**Scrip Code: ECEIND**

**Subject: Outcome of Postal Ballot as per Regulation 30, 44 & other applicable regulation of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements), Regulation, 2015 (Listing Regulations).**

Dear Sir,

This has reference of the Proposal for Voluntary Delisting of Equity Shares of ECE Industries Limited ("Company") from National Stock Exchange of India Limited ("Delisting Proposal") where exit opportunity is required, pursuant to letter dated 18<sup>th</sup> July, 2016 received from Mr. Prakash Kumar Mohta along with person acting in concert (collectively referred to as "Acquirer(s)/Promoter(s)") in terms of Securities & Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, as amended (Delisting Regulations). In this regard, we would like to inform that on the basis of scrutinizer report, the result of the postal ballot for delisting proposal with exit opportunity has been declared today i.e. 26<sup>th</sup> November, 2016 at 12:30 PM. at the registered office of the Company.

Kindly note that the Delisting Proposal has been duly approved by the shareholders of the Company with requisite majority in terms of the proviso to the regulation 8 (1) (b) of the Delisting Regulations.

In Compliance with Regulations 44 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations 2015, the details of the voting results in the specified format along with the copy of scrutinizer's report are enclosed herewith.

Yours Sincerely  
For ECE Industries Limited

  
(Piyush Agarwal)  
Company Secretary & Compliance Officer

Encl: A/a

Company Name	ECE Industries Limited
Date of Postal Ballot Notice	October 19, 2016
Commencement of Postal ballot/E-voting	October 25, 2016
Last Date of receipt of Postal Ballot form/End of E-voting	November 23, 2016
Total No of Shareholders as on Record Date	4065

Resolution Required Ordinary /Special	Special Resolution to voluntary delist of equity shares of the company from the National Stock Exchange of India Ltd. (NSE) after providing an exit opportunity to the public shareholders in accordance with the applicable provisions of SEBI (Delisting of Equity Shares) Regulations, 2009 and amendments thereof.							
Whether Promoter/Promoter Group are Interested in the Agenda/Resolution	YES							
Category	Mode of voting							
Promoter & Promoter Group	No. of Shares (held) (1)							
Public Institutions	No. of Votes Polled/ e-voted (2)							
Public Non-Institutions	%of votes polled/ e-voted on outstanding shares (3)={2}/(1)} * 100							
Total	No of votes in Favor (4)							
	No. of Votes Against (5)							
	% Of Votes in Favor of Votes Polled/ e-voted (6)={4}/(2)} * 100							
	% Of Votes Against of Votes Polled/ e-voted (7)={5}/(2)} * 100							
E-voting/ Poll/ Postal Ballot (as applicable)	4867229	Being related party not eligible to vote	Being related party not eligible to vote	Being related party not eligible to vote	Being related party not eligible to vote	Being related party not eligible to vote	Being related party not eligible to vote	Being related party not eligible to vote
E-voting/ Poll/ Postal Ballot (as applicable)	909	-	-	-	-	-	-	-
E-voting/ Poll/ Postal Ballot (as applicable)	2420507	1717500	70.96	1713742	3758	99.78	0.22	
<b>Total</b>	<b>7288645</b>	<b>1717500</b>	<b>23.56%</b>	<b>1713742</b>	<b>3758</b>	<b>99.78%</b>	<b>0.22%</b>	





# B. L. KHANDELWAL & CO.

## CHARTERED ACCOUNTANTS

Head Office : 1, Doctor's Lane, Gole Market, New Delhi-110001  
Phones : Off. : 23742151, 23744372 Resi. : 27561073  
(M) : 98103-54277  
E-mail : blkhandelwal@yahoo.com

### SCRUTINIZER'S REPORT

[Pursuant to rule section 110 of the Companies Act, 2013 and rule 22 of the Companies (Management and Administration) Rules, 2014 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and SEBI (LODR), Regulations, 2015]

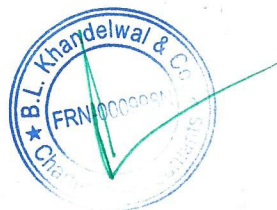
To,  
The Board of Directors  
ECE Industries Ltd,  
ECE House,  
28-A, K.G. Marg  
New Delhi - 110001

Dear Sir,

**Sub. : Scrutinizer's Report on Postal Ballot and e-voting conducted pursuant to the provisions of Section 110 of the Companies Act, 2013 ("the Act") and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and SEBI (LODR) Regulations, 2015.**

I, B. L. Khandelwal, Practicing Chartered Accountant having its office at 1, Doctor's Lane, Gole Market, New Delhi - 110001 have been appointed as a Scrutinizer of ECE Industries Ltd. ("the Company") pursuant to section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended upto date and SEBI (LODR) Regulations, 2015, for the purpose of Scrutinizing the e-voting and Postal Ballot process in a fair and transparent manner and ascertaining the requisite majority on e-voting and Postal Ballot carried out as per the provision of Companies Act, 2013 on the below mentioned resolution. We submit our report as under:

1. The e-voting period remained open from 25.10.2016 (09:30 a.m.) to 23.11.2016 (5.00 p.m.).
2. The physical postal ballots received only upto 05:00 p.m. on 23.11.2016 through self-addressed business reply envelopes or otherwise, have been considered for voting.



3. The votes were unblocked on 24.11.2016 for e-voting and postal ballot (physical voting) in the presence of two witnesses, Mr. Vishal Khandelwal, 1, Doctor's Lane, Gole Market, New Delhi – 110001 and Mr. Sandesh Khandelwal, 1, Doctor's Lane, Gole Market, New Delhi – 110001 who are not in the employment of the Company. They have appended their signature in Confirmation of the votes being unblocked in their presence.
4. Thereafter, the details, containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of National Securities Depository Limited.
5. The shareholders holding shares as on the "cut off" date i.e. 14<sup>th</sup> October, 2016 were entitled to vote on the proposed resolutions (Item no.1 as set out in the Notice of Postal ballot dated 19<sup>th</sup> October, 2016).
6. The results of the e-voting/Postal ballot are as under:

**A) Resolution 1:- Special Resolution to voluntary delist of equity shares of the company from National Stock Exchange of India Ltd. (NSE) after providing an exit opportunity to the public shareholders in accordance with the applicable provisions of SEBI (Delisting of Equity Shares) Regulations, 2009 and amendments thereof.**

**(i) Voted in favour of the resolution:**

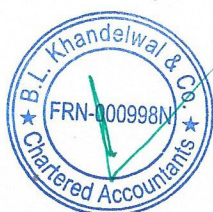
	Number of Members voted	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	22	1708816	99.49%
Physical	20	4926	0.29%
<b>Total Voted</b>	<b>42</b>	<b>1713742</b>	<b>99.78%</b>

**(ii) Voted against the resolution:**

	Number of Members voted	Number of votes cast against resolution	% of total number of valid votes cast
E-Voting	2	2103	0.12%
Physical	28	1655	0.10%
<b>Total Voted</b>	<b>30</b>	<b>3758</b>	<b>0.22%</b>

**(iii) Invalid Votes :**

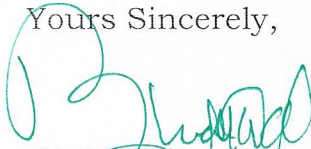
Total number of members whose votes were declared invalid	Total numbers of votes cast by them
<b>5</b>	<b>2802568</b>



7. The register containing the detail of equity shareholders who voted in "Favour" or "Against" the resolution and those whose votes were declared invalid for the resolution along with the postal ballot and all other relevant records were sealed and handed over to the Company Secretary/ Director authorized by the Board for safe keeping.

Thanking you,

Yours Sincerely,

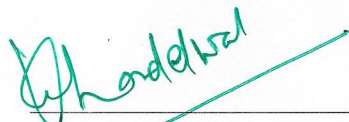
  
**CA B. L. Khandelwal**  
**Partner**  
**M.No. 012331**

Place: New Delhi  
Date: 25.11.2016


**WITNESS:**



Signature

  
\_\_\_\_\_  
(Vishal Khandelwal)

Signature

  
\_\_\_\_\_  
(Jai Kumar Mishra)

**Countersigned by:**

For ECE Industries Limited

  
**(Vikram Prakash)**

**Director**

**DIN: 00027732**

Date: 26<sup>th</sup> November, 2016

Place: New Delhi